



UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

X

HDL INVESTMENTS, LLC

09 CIV 5384 (WHP)

Plaintiff,

- against -

CITIGROUP ALTERNATIVE INVESTMENTS LLC,  
CORPORATE SPECIAL OPPORTUNITIES LTD.,  
CSO PARTNERS LTD., CSO US LTD., and  
CSO LTD.,

**STIPULATION  
AND ORDER**

Defendants.

X

WHEREAS, plaintiff HDL Investments, LLC ("Plaintiff") filed the complaint in the above-captioned action on June 10, 2009;

WHEREAS, Plaintiff contacted counsel for defendants Corporate Special Opportunities, Ltd., CSO US, Ltd., and CSO, Ltd. (collectively, the "Fund Defendants") and inquired as to whether the Fund Defendants would waive service of the Summons and Complaint;

WHEREAS, counsel for the Fund Defendants advised Plaintiff that the Fund Defendants would not waive service of the Summons and Complaint;

WHEREAS, on July 9, 2009 Plaintiff sent a Request for Service Abroad to the Cayman Islands Central Authority in compliance with the requirements of the Convention on the Service Abroad of Judicial and Extrajudicial Documents in Civil or Commercial Matters (the "Hague Service Convention"), requesting that the Central Authority serve the Summons and Complaint on the Fund Defendants;

WHEREAS, the Bailiff of the Grand Court of the Cayman Islands has stated in

the annexed affidavits of service that, on July 22, 2009, she served the Fund Defendants with the Summons and Complaint at the Registered Office of Citigroup, located at 5<sup>th</sup> Floor Cayman Corporate Center, Hospital Road, George Town, Grand Cayman;

WHEREAS, Plaintiff regards the foregoing to be valid service under the Hague Service Convention ;

WHEREAS, it is the position of the Fund Defendants that Plaintiff has not served the Fund Defendants with the Summons and Complaint in this action in compliance with the requirements of the Hague Service Convention; and

WHEREAS, Plaintiff and the Fund Defendants wish to avoid further costs and any delay associated with the foregoing disagreement;

IT IS HEREBY STIPULATED AND AGREED, by and between the undersigned counsel for the parties referenced herein, as follows:

1. Without waiver of their respective positions on the status of service of the Summons and Complaint upon the Fund Defendants, Plaintiff and the Fund Defendants agree to proceed as though the Fund Defendants were properly served with a copy of the Summons and Complaint on July 22, 2009.

2. Fund Defendants shall have up until and including October 12, 2009 to answer or otherwise respond to the Complaint. In responding to the Complaint, the Fund Defendants will not contest the manner or sufficiency of service of the Summons and Complaint.

3. In proceeding in the foregoing agreed manner, the Fund Defendants expressly preserve and do not waive for the remainder this action any rights or protections they otherwise may have based upon their status as defendants domiciled in the Cayman Islands, including without limitation any rights or protections available to the Fund Defendants pursuant

to the Hague Convention on Taking Evidence Abroad in Civil or Commercial Matters.

Dated: New York, New York  
August 28, 2009

LIDDLE & ROBINSON LLP

By: 

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*Attorneys for Defendants Corporate Special Opportunities, Ltd., CSO Ltd., and CSO US Ltd.*

Dated: New York, New York  
August   , 2009  
September 11, 2009

SO ORDERED:

  
Hon. William H. Pauley III, U.S.D.J.